



Aditya Consumer Marketing Limited

CIN : L52190BR2002PLC009872
An ISO 9001:2015 Certified Company
a BSE Listed Company

Go SUPER MARKET

Patna

- Bandar Bagicha
- S K Puri
- Kankar Bagh
- Ashiana Nagar
- Anisabad

Gaya

- Gaya College Road
- Muzaffarpur
- Mithanpura

Go Salon

For Ladies

Patna

- Bandar Bagicha
- S K Puri
- Kankar Bagh
- Ashiana Nagar
- Patna City
- Rajendra Nagar
- Anisabad

Gaya

- Gaya College Road
- Muzaffarpur
- Mithanpura

For Gents

Patna

- Bandar Bagicha
- S K Puri
- Ashiana Nagar
- Patna City
- Rajendra Nagar
- Muzaffarpur
- Mithanpura

Go Banquet & Conference Hall

Patna

- Bandar Bagicha
- Kankar Bagh

Gaya

- Gaya College Road
- Muzaffarpur
- Mithanpura

Yo!China

Patna

- Bandar Bagicha
- Ashiana Nagar
- Patna City

Gaya

- Gaya College Road

Darbhanga

- Above Aditya Vision
Gm Road, Near
Income Tax Office

Muzaffarpur

- Mithanpura



TAKE AWAY EXPRESS

- S K Puri
- Kadam Kuan

Go Biryani & Street Food

- S K Puri

October 25, 2022

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400001

Scrip Code: 540146

Sub:- Minutes of the 20th Annual General Meeting

Dear Sir(s),

With reference to the captioned subject, please find attached copy of Minutes of 20th Annual General Meeting held on Friday, September 30, 2022 at 03.30 PM through Video Conferencing (VC) / Other Audio Visual Means (OAVM) as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A Part A of schedule III of Listing regulations.

This is for your information and record.

Thanking you.

Yours faithfully,

For Aditya Consumer Marketing Limited

**Hridaya
Narayan
Tiwari**

**Hridaya Narayan Tiwari
Company Secretary**

Encl: as above

Digitally signed by Hridaya Narayan Tiwari
DN: c=IN, st=Haryana,
2.5.4.20=2411309672ac86bd0fbc5c4810a23bc7260ceb
33e118e4e408379e6d7041ba, postalCode=201311,
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72214c70541b1d8d0773550a690, cn=Personal,
cn=Hridaya Narayan Tiwari, title=3081
Date: 2022.10.25 17:14:38 +05'30'

MINUTES OF THE TWENTIETH ANNUAL GENERAL MEETING OF THE MEMBERS OF ADITYA CONSUMER MARKETING LIMITED HELD ON FRIDAY 30TH SEPTEMBER, 2022 AT 03:30 PM THROUGH VIDEO CONFERENCING (VO) / OTHER AUDIO-VISUAL MEANS (OAVM)

DIRECTORS PRESENT THROUGH VIDEO CONFERENCING:

Mr. Yashovardhan Sinha	Chairman & Managing Director
Mrs. Sunita Sinha	Whole Time Director
Mrs. Meena Sharma	Director
Mrs. Vandana Sinha	Director
Mr. Nusrat Syed Hassan	Independent Director
Mr. Atul Sinha	Independent Director

IN ATTENDANCE THROUGH VIDEO CONFERENCING:

Hridaya Narayan Tiwari	Company Secretary
Anil Kumar Singh	Chief Financial Officer

AUDITOR PRESENT THROUGH VIDEO CONFERENCING:

Nishant Maitin	Statutory Auditor,
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TIME OF COMMENCEMENT AND CONCLUSION OF ANNUAL GENERAL MEETING

The 20th Annual General Meeting was commenced at 03:30 PM and concluded at 04:05 PM.

CHAIRMAN

Mr. Yashovardhan Sinha, Chairman and Managing Director of the Company welcomed all the members present to the 20th Annual General Meeting of the Company. The Chairman declared that the requisite quorum was present and called the meeting to order. All the Directors along with KMP and others attended the meeting through video conferencing.

CHAIRMAN'S
INITIALS



CHAIRMAN'S STATEMENT

The Chairman then delivered the speech addressed to the shareholders of the Company. The Highlights of the speech are as under:

It is really appreciable that your Company is emerging stronger and healthier and is scaling new heights. I do have full faith in our team work and dedication. We are bouncing back to the old glorious days moving towards a bright and prosperous future.

After a turbulent two years, the COVID-19 virus appears to have been tamed. Experts believe it may have reached the endemic stage. But there are many who have faced the brunt of this unprecedented virus and the chaos it caused. We stand with them in solidarity. It was arguably, one of the most difficult challenges the world had to face, but with fortitude and resilience, the world is now cautiously optimistic that the worst is behind us.

It has been acknowledged that the Food & Beverage and Salon sector worldwide was one of the worst hit by the pandemic. India was no exception.

I am happy to inform you all that your Company's operations ended with a net Profit of Rs. 0.14 Cr. In the year under review, your company achieved a turnover of over Rs. 97.07 crores, registering a de-growth of 6.92% as against the previous year. This was despite unfavorable factors such as a resurgence of waves of the COVID-19 virus and healthy competition in retail industry. At Rs. 3.01 crore, the EBIDTA registered a growth of 24.25% as against the previous year.

Finally, I take this opportunity to thank the distinguished Board Members for their continued leadership and unwavering support to the Company and its employees. I also take this opportunity to convey my thanks and gratitude to all the parties connected with the company who by stood our side in the worst days of Pandemic. I wholeheartedly place on record my appreciation for the continued support of Government of India, Government of Bihar and all stakeholders during the year.

Even amidst the 2nd wave of COVID-19 Pandemic in India and thereafter, the employees of your company constantly worked closely to ensure uninterrupted operation of your Company. The commitment and grit shown by employees, during these testing times, have been exemplary. I also place

CHAIRMAN'S
INITIALS



on record my appreciation to the employees for their dedication, commitment and sincere services rendered by them.

I wish and pray that this world emerges victorious from the crisis created by the COVID pandemic. I urge each and every one of you to stay safe and take care of your loved ones.

NOTICE OF MEETING

With the consent of the members present, the notice dated 03rd September, 2022 convening the Annual General Meeting and the Director's report was taken as read. The Chairman thereafter called upon Mr. Hridaya Narayan Tiwari, Company Secretary of the Company, to read out the Auditor's Report and Secretarial Auditor's Report. The Company Secretary informed the members that as per SS-2 only qualification, observations or comments or other remarks contained in the Auditor's Report and Secretarial Auditor's Report is read here and our company does not have any such so, the requirement is dispensed with.

Information on Voting at the AGM

The Company Secretary informed the members that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has provided the facility for e-voting to the members through Central Depository Services Limited ("CDSL") in respect of all the items to be transacted at the AGM.

The e-voting period commenced on Tuesday, 27th September, 2022 at 09.00 a.m. and ends on Thursday, 29th September, 2022 at 5.00 p.m. The Chairman informed that members who have not done voting can vote on the day of AGM also through e-voting process (Insta-Poll). The Member present have voting rights in proportion to their shares in the paid-up share capital of the Company as on cut-off date 23rd September, 2022.

Members, who have already voted through remote e-voting process, shall not be entitled to vote again in the meeting and the vote cast by them through remote e-voting shall be treated as final.

CHAIRMAN'S
INITIALS



The Shareholders were informed that the Board of Directors had appointed Mr. Deepak Kumar Dhir, Practicing Company Secretary as the Scrutinizer to scrutinize the remote e-voting process and e-voting process (Insta-Poll) in a fair and transparent manner.

The Company secretary now put the following resolutions as set out in the Notice convening the AGM.

ORDINARY BUSINESS

Item No.-01

Adoption of Financial Statements of the Company for the Financial Year ended March 31, 2022 and Reports of the Board of Directors and Auditors thereon

"RESOLVED THAT the Audited Balance Sheet as on 31st March, 2022, Profit and loss Account for the period from 01.04.2021 to 31.03.2022 together with the schedules and notes appended thereto and the Auditors Report thereon be and are hereby approved and adopted."

"RESOLVED FURTHER THAT Mr. Yashovardhan Sinha having (DIN No. 01636599) Chairman & Managing Director of the Company be and is hereby authorized to sign, execute and file requisite documents, papers, forms with the Registrar of Companies ('ROC') or any other statutory authority, if required and further to do all such acts deeds and things as may be required to give effect to the above resolution."

Item No.-02

Appointment of Mrs. Meena Sharma (DIN - 02004554) who retires by rotation and, being eligible, offers himself for re-appointment.

"RESOLVED THAT pursuant to the provisions of Section 152(6) of the Companies Act, 2013, Mrs. Meena Sharma having (DIN 02004554), Director of the Company, who retires by rotation, and being eligible, offers herself for re-appointment, be and is hereby re-appointed as a director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Yashovardhan Sinha having (DIN No. 01636599) Chairman & Managing Director of the Company be and is hereby authorized to sign, execute and file requisite documents, papers, forms with the Registrar of Companies ('ROC') or any other statutory authority, if required and further to do all such acts deeds and things as may be required to give effect to the above resolution."

CHAIRMAN'S
INITIALS



SPECIAL BUSINESS:-**Item No.-03****Re-appointment of Mrs. Sunita Sinha (DIN-01636997) as the Whole-Time Director of the Company for the second term of 5 (five) consecutive years:**

To consider and if thought fit, to pass the following Resolution, with or without modification, as a **Special Resolution**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and any other statutory modification(s) or re-enactments(s) thereof for the time being in force, and Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any amendment(s) or modification(s) or re-enactment thereof) and on the basis of recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded for the re-appointment of Mrs. Sunita Sinha (DIN-01636997), as Whole-Time Director of the Company for a period of 5 (five) years with effect from August 28, 2022 to August 27, 2027 upon such terms and conditions including the payment of remuneration of Rs. 10,00,000/- (Rupees Ten Lakhs) per month for the aforesaid period, as set out in the Explanatory Statement setting out material facts pursuant to Section 102 of the Act and forming part of this notice with liberty to the Board or any committee thereof to alter and vary the terms & conditions of the said re-appointment and/or remunerations as it may deem fit notwithstanding that such remuneration may exceed the limits specified under Section 197 and Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof and Regulation 17(6) (e) of the Listing Regulations.

"RESOLVED FURTHER THAT the Company has no profits, or its profits are inadequate in any financial year during the currency of his tenure, the Company shall pay to Mrs. Sunita Sinha the remuneration as minimum remuneration by way of salary, perquisites, subject to the ceiling prescribed."

CHAIRMAN'S
INITIALS

"RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby jointly and severally authorized to do all such acts, deeds, matters and things, as may be necessary and expedient to give effect to the above resolution on behalf of the Company."

Item No. 4-

Appointment of Mr. Nusrat Syed Hassan (DIN-01885538) as an Independent Director on the Board of Directors of the Company for the Consecutive term of 5 years w.e.f 01st July, 2022.

To consider and if thought fit, to pass the following resolution as **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force) and on the basis of recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, Mr. Nusrat Syed Hassan (DIN- **01885538**) who was appointed as an Additional Director designated as an Independent Director of the Company and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company;

"FURTHER RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or amendment(s) thereof for the time being in force), Mr. Nusrat Syed Hassan (DIN- **01885538**), Director of the Company be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (Five) consecutive years with effect from July 01, 2022 to June 30, 2027 and that he shall not be liable to retire by rotation;

CHAIRMAN'S
INITIALS

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"FURTHER RESOLVED THAT Board of Directors of the Company be and are hereby jointly and severally authorized to do all such acts, deeds, matters and things, as may be necessary and expedient to give effect to the above resolution on behalf of the Company."

VOTE OF THANKS

There being no other business to transact, the meeting concluded with a vote of thanks to the chair.



Place: Patna
Date: 25th October, 2022

Yashovardhan Sinha
(Chairman)

CHAIRMAN'S
INITIALS

